

EXHIBIT A

LIST OF SECURED ASSETS

Taken from:

Sales Agreement Closed

September 8, 1993

Between:

UNDER HIS DIRECTION, INC.

and

CHURCH OF THE CHRISTIAN CRUSADE, INC.

3 Pages

ASSETS

INVENTORY - EQUIPMENT STUDIO

PORT NECHES SITE

July 20, 1993

1. Subcarrier Receiver
2. Satellite Receiver
3. Marti STL Transmitter
4. Wilson Electronics Telemetry Unit
5. RF Amplifier
6. Modulation Monitor
7. (2) Harris Criterion Cartridge Decks
8. CBS Abrotoryics - Automax Limiter
9. McMartin EBS Receiver
10. McMartin EBS Tone Generator
11. McMartin EBS Monitor
12. (2) Cassette Decks
13. Otari 5050 Reel Recorder (2)
14. BE Audio Mixer Console
15. Cartridge Carousel
16. 500 Tape Cartridges
17. 1200 MK2 Technics Turntables (2)
18. Realistic Pre-amps (2)
19. Lux Mic Boom (2)
20. Electro-voice PL80 Microphone
21. Electro-Voice Model 635
22. Gates Audio Mixing Console
23. QRT Turntable
24. Tape-Caster Cart Recorder, Model 750
25. Harris Criterion 80 Cart Recorder
26. TEAC Compact Disc Player
27. BSR CD Player
28. 5' Equipment Rack
29. Electrohome Monitor Speakers (2)
30. Bulk Eraser
31. E-V RE10 Microphones (2)
32. Headphones (3)
33. Comdial Telephone System
34. Weather Radio
35. Comark Satellite Dish
36. Comark L.N.A. Assembly
37. Mark 3' STL Dish
38. Music Library - Albums & 45's (2800)
Cassettes (175)
Compact Discs (225)
39. Techniques CD Player

ASSETS

INVENTORY - OFFICE EQUIPMENT

PORT NECHES SITE

July 26, 1993

1 Executive Desk
2 Upholstered Chairs
1 Executive Chair
1 Table
1 Calculator (Miida 12PD)
3 Secretary Desks (5 Drawer)
3 Secretary Chairs
2 File Cabinets (4 Drawer)
1 Typewriter Table
3 Desks (3 Drawer)
1 Commodora 64 Computer
2 Small Tables
1 Wood Cabinet
1 Desk Chair on Rollers
1 File Cabinet (3 Drawer, 1 w/3 Shelves Inside)
1 Round Table
1 Vinyl Sofa
1 Frigidaire Refrigerator
1 Wooden Table
1 Microwave (Litton)
1 Lawnmower
2 Wooden Record Racks
4 Paintings
1 Entrance Chair and Table
2 Wooden Chairs
1 Metal Cabinet
1 Vacuum Cleaner (Kirby)

ASSETS: TRANSMITTER SITE

July 20, 1993

- 2 240' Towers with lighting
- 2 Copper Ground Radial Systems
- 2 Antenna Tuning Units (ATU's)
- 2 ATU Buildings (5'x5'x9')
- 2 Phase Monitor Sampling Loops (500')
- 1 Collins 820-D-2 Transmitter
- 1 Gates 2-Tower Phasor
- 1 Gates BC500T Transmitter
- 1 Potomac AM-19-204 Antenna Monitor
- 1 Wilson Electronics Remote Control
- 1 Marti STL-8 Receiver
- 1 Invonics Map 11 Limiter
- 1 Transmitter Building (25' x 15')
- 1 Desk
- 1 Chair
- 1 19" Equipment Rack
- 1 Set Tubes (Collins Transmitter)
- 1 Set Tubes (Gates Transmitter)
- LDLF 4-50A Cable (STL Feed) (500' @ 2.17/ft)
- LDLF 5-50A Cable (Main Feed) (500' @ 5.10/ft)
- 1 STL Dish
- 1 Mosely Isolator
- 1 Set Kintronics "J" Type Connectors (New)

EXHIBIT B

Secured Promissory Notes

From:

UNDER HIS DIRECTION, INC.

To

CHURCH OF THE CHRISTIAN CRUSADE, INC.

Taken From:

Sales Agreement Closed

September 8, 1993

3 Pages

Note

\$60,000.00

FOR THE VALUE RECEIVED, we the President and Vice President of UNDER HIS DIRECTION, INC., promise to pay to the order of the Church of the Christian Crusade, Inc. the sum of SIXTY THOUSAND (\$60,000.00) DOLLARS as follows:

A. \$10,000.00 with no interest, consisting of twelve (12) equal monthly payments with the sum of \$833.33 due and payable 90 days after closing, and the same sum of \$833.33 due and payable on the same date of each month for the following eleven (11) months. It is agreed that if the undersigned shall fail to pay the payments on this Note in a prompt and orderly fashion, and if at any time a payment for this portion of the Note is over 90 days past due, then the entire indebtedness of this portion of the Note becomes instantly due and payable.

B. \$50,000.00 at the rate of 10% per annum with interest thereon from date of closing, as follows:

The sum of \$1,062.35 due and payable 75 days after closing, and the same sum of \$1,062.35 due and payable on the same day of each month for the following 59 months and years thereafter until the entire principal balance is paid in full. It is agreed that if the undersigned shall fail to pay the payments on this Note in a prompt and orderly fashion, and if at any time a payment for this portion of the Note is over 60 days past due, then the entire indebtedness of this portion of the Note becomes instantly due and payable.

The makers have the right and privilege to prepay this note without penalty by payment of principal and interest due to date of payment.

And it is agreed that the assets listed in EXHIBIT A shall not be used as collateral to secure additional funds until the terms contained in this contract have been paid in full.

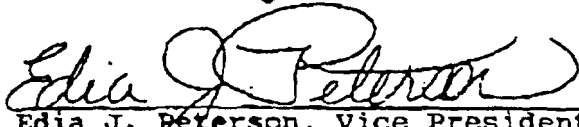
If the makers cannot immediately pay the entire indebtedness as may be required by paragraphs (A) and (B) of this Note, they agree to relinquish all property in EXHIBIT A of the Sales Agreement and immediately tender to the FCC an application for consent to assign the license to The Church of the Christian Crusade, Inc. or Billy James Hargis or a corporation under his control. Accounts Receivable and Accounts Payable of the station prior and including the day of relinquishment of property and FCC approval of reassignment shall be the responsibility of the makers.

And the makers and endorsers of this Note severally waive presentment for payment, protest and notice of protest and non-payment of this Note, and all defenses on the ground of any extension of time for the payment thereof which may hereafter be given by the holder thereof to them or either of them, and agree to pay to holder a reasonable attorney's collection fee in an amount not to exceed fifteen (15%) percent of the balance of principal and interest due, if after default this Note is turned over to an attorney for collection, whether suit is filed or not, plus all

court costs if suit is filed.



Mark A. Peterson, President



Edia J. Peterson, Vice President

NDER HIS DIRECTION, INC.



RI. 6 Box 979K (WINZER DR.) • BEAUMONT, TEXAS 77705 • (409) 727-2177

Attachment E

July 26, 1995

Federal Communications Commission
Mass Media Bureau
Audio Services Division

Fax: 202-418-1411

Dear Miss Owusu:

Station KUHD is presently off the air as authorized by an STA dated April 25, 1995. This STA has expired and we are in need of an extension to complete the work necessary to resume operation.

As stated in our first request, we have obtained an agreement with the mortgage holder of the assets of KUHD and will be consummating our agreement very shortly.

Our application for transfer of control should follow this request, within 30 days.

I have enclosed supporting documents and necessary papers, to facilitate your approval of this STA request.

I want to thank the commission for the consideration they have offered in helping maintain this needed ministry in our area.

Sincerely

Mark A. Peterson
President

Eph. 4:16

"...under HIS direction the whole body is fitted together perfectly, and each part in its own special way helps the other parts, so that the whole body is healthy and growing and full of love." L.B.

1 • clothing

shelter • communication

FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20054

Attachment F

363

AUG 2 1995

In Reply Refer To:
8910 - SML
Stop Code 1800B2

Mark A. Peterson
President, Under His Direction, Inc.
Rt. 6, Box 979 K (Winzer Drive)
Beaumont, TX 77705

In re: KUHD(AM)
Beaumont, Texas

Dear Sir or Madame:

This letter concerns your pending request for authority to remain silent. Temporary authority is hereby granted for the above-referenced station(s) to remain silent for six months from the date of this letter.

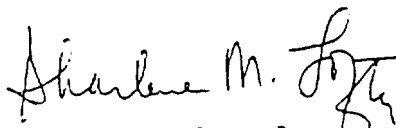
Any further requests for extension of this authority must be accompanied by a detailed summary of steps taken to return the station to on-air operations.

On December 11, 1991, the Commission adopted a Report and Order (copy attached) which amended Part 1 of the Commission's Rules, to implement Section 5301 of the Anti Drug Abuse Act of 1988. Pursuant to the Report and Order, any requests for extension of this authority must be accompanied by a certification that neither the applicant nor any party to the request is subject to a denial of Federal benefits under Section 5301. Please use the attached certification page to comply with this requirement, if you need to request an extension of this authority.

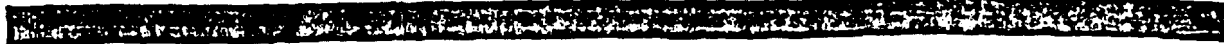
It will be necessary to maintain prescribed tower lighting in accordance with the station's license authorization. If an extension is not required, you are requested to notify the Commission, in writing, of the exact date the station resumes on-air operations.

In the event that any AM station remains silent for a period over 6 months, it will be necessary to file with the Commission, prior to returning the station to on-air operations, an FCC Form 302 for direct measurement of power which should include a partial proof of performance for stations with directional antennas.

Sincerely,


for James R. Burtle
Chief, AM Branch
Audio Services Division
Mass Media Bureau

Attachments



ACCT NUMBER 409 794 2838
MARCH 3, 1996
DETAIL OF CHARGES

PAGE 18

ITEMIZED CALLS FOR U.S. BILLING INC.

CCN

NO	DATE	TIME	PLACE CALLED	AREA	NUMBER	*	MIN	AMOUNT
BILLED ON BEHALF OF Comm Gateway Network								
1	2 20	230PM	HOUSTON TX	713	816 1860	D	1.0	.10 #
2	2 20	231PM	HOUSTON TX	713	816 1860	D	1.0	.10 #
3	2 20	232PM	JACKSONVL FL	904	778 9539	D	2.0	.20 #
4	2 23	837PM	SALT LAKE UT	801	582 8396	E	1.0	.13 #

TOTAL ITEMIZED CALLS FOR U.S. BILLING INC.

.53

See Reverse



ACCT NUMBER 409 794 2838
MARCH 3, 1996
DETAIL OF CHARGES

PAGE 13

AT&T Invoice Charges For Period Ending FEB 26, 1996

ITEMIZED CALLS FOR AT&T

AT&T

NO	DATE	TIME	PLACE CALLED	AREA	NUMBER	*	MIN	AMOUNT
1	2 1	428PM	HOUSTON TX	713	816 1860	D	1.0	.30 =
2	2 6	231PM	HALLETTSVL TX	512	798 4257	D	1.0	.31 =
3	2 12	1213PM	HOUSTON TX	713	816 1860	D	3.0	.89 =
AT&T 4097943991								
4	1 30	1150AM	WASHINGTON DC	202	418 2660	D	3.0	.81 =
5	1 30	1153AM	WASHINGTON DC	202	418 2660	D	13.0	3.51 =
6	1 30	1207PM	WASHINGTON DC	202	418 2660	D	2.0	.54 =
7	1 30	1209PM	WASHINGTON DC	202	418 2660	D	1.0	.27 =
8	1 30	1209PM	WASHINGTON DC	202	418 2600	D	4.0	1.08 =
9	1 30	252PM	WASHINGTON DC	202	418 2700	DC	8.0	
3RD NO. FROM NOLOPTNCHS TX 409 724 1271								
10	1 30	458PM	ALIEF TX	713	568 6039	D	2.0	5.20 =
11			CALL CONTINUED PLAN RATE				30.0	.60 =
								6.15 =

See Reverse

SAME BILLING DAY-PART 12PM-5PM

DIRECT TESTIMONY OF ELOY CASTRO

Eloy Castro is the president and a director of Vision Latina, Inc. ("Vision"). Vision is the proposed assignee in an application to assign the license for KUHD(AM) from Under His Direction, Inc. ("UHD"), which is now pending before the Commission.

My brothers Raul, Gildardo and I leased airtime from UHD on KUHD during the few months before the station went dark, so we were familiar with the station. In the winter of 1995 we approached Mr. Mark Peterson, president of UHD, to inquire about the possibility of purchasing the station from UHD. Mr. Peterson explained that UHD had entered into an agreement with the station's former licensee to take the license back, and until either the transaction was completed or the other party decided not to buy the station, UHD could not negotiate with us.

Mr. Peterson called me on January 31, 1996 to report that the former licensee had decided not to purchase the station, and ask if my brothers and I would be interested in purchasing the station. Mr. Peterson explained that the studio site and transmitter site landlords were both owed back rent, and he told us that we would have to make agreements with them to allow us to use those assets to operate the station. If we were able to come to terms with those two landlords, Mr. Peterson said, UHD would assign the KUHD license to us.

My brothers and I began discussions with the two landlords in mid-February 1996. Shortly after commencing these discussions, we hired a technical engineer to inspect the equipment at the studio and transmitter sites. The engineer reported to us that the equipment was in good condition.

We also decided we would need to form a corporation, so we met with our local counsel and he assisted us in forming Vision Latina, Inc., which was incorporated on March 8, 1996. We decided we also would need special FCC counsel so, upon recommendation from another local AM licensee, we contacted the law firm Brown Nietert & Kaufman on March 6, 1996 to discuss what was involved in acquiring the KUHD license from UHD. After preliminary discussions, we retained the law firm Brown Nietert & Kaufman on March 13, 1996.

By the end of March, we had reached agreements with both of the landlords and with UHD to acquire the station assets and the KUHD license. We therefore instructed our FCC counsel to prepare a formal agreement which included the terms agreed to by Vision and UHD and to help draft an assignment application to the FCC. At the beginning of April, before these documents had been

finalized, our communications counsel called to report that the FCC had issued an Order To Show Cause and Hearing Designation Order ("Order") against UHD, which was released because UHD had let its authority to remain silent lapse. We re-examined the situation and discussed with our FCC counsel whether or not to go forward with the agreement with UHD and the assignment application.

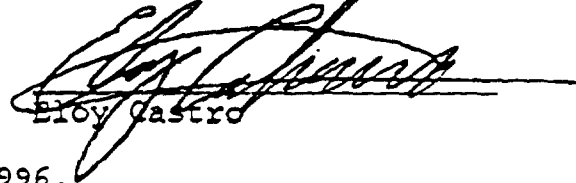
Counsel reported to us that release of the Order had complicated the situation and that repeated inquiries to members of the FCC's staff indicated that the policy of the staff concerning treatment of applications subject to such Orders seemed to be in flux and subject to internal debate. After considering the situation, we decided to proceed, and authorized our FCC counsel to finalize the assignment agreement between UHD and Vision Latina, and then to file the assignment application. The assignment application was filed on May 24, 1996, and a request for expedited consideration of that application was filed on June 25, 1996. The assignment application states that Vision will commence station operations promptly after grant of the assignment application, but we are negotiating a Time Brokerage Agreement with UHD, which will enable UHD, itself, to recommence broadcast operations as soon as the FCC finds that UHD should retain its license.

DECLARATION

I, Eloy Castro, under penalty of perjury, do hereby declare as follows:

1. I am, and at all relevant times, have been the president and a director of Vision Latina, Inc.

2. The foregoing exhibit is based on my personal knowledge and understanding and is true and correct to the best of my knowledge.



Eloy Castro

Executed this 8 day of July, 1996.

\direct.uhd